FORM D

626 Mail Mail Processing Section

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM D

nci: 2 7 2008

Washington, DC

103

NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR

UNIFORM LIMITED OFFERING EXEMPTION

1387	350					
OMB APPR						
OMB Number:	3235-0076					
Expires:						
Estimated average burden						
hours per respon	se16.00					

SEC U	SE ONLY
Prefix	Serial
DATE	RECEIVED
1	1

Name of Offering (check if this is an amendment and name has changed, and indicate change.)	
AEI Trilogy Fund I, LLC/ Offering of Member interests	
Filing Under (Check box(es) that apply): Rule 504 Rule 505 Rule 506 Section 4(6)	☐ ULOE
Type of Filing: New Filing Amendment	
A. BASIC IDENTIFICATION DATA	
1. Enter the information requested about the issuer	08058694
Name of Issuer (check if this is an amendment and name has changed, and indicate change.)	·
AEI Trilogy Fund I, LLC	
Address of Executive Offices (Number and Street, City, State, Zip Code)	Telephone Number (Including Area Code)
311 S. Wacker Drive Suite 1650 Chicago IL 60606	312-377-5300
Address of Principal Business Operations (Number and Street, City, State, Zip Code) (if different from Executive Offices)	Telephone Number (Including Area Code)
Same	Same
Brief Description of Business	
Brief Description of Business Investment in securities of late-stage, privately held, technology-based product and service	companies. PROCESSED
Type of Business Organization	please specify): OCT 3 0 2008
corporation limited partnership, already formed	please specify): UCI 30 2000
business trust limited partnership, to be formed Limited Lial	pility Company
Actual or Estimated Date of Incorporation or Organization: Month Year Actual or Estimated Date of Incorporation or Organization: O 4 O 6 Actual Esti Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State	please specify): UC 3 0 2008 V
CN for Canada; FN for other foreign jurisdiction)	de

GENERAL INSTRUCTIONS

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new fiting must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION .

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predictated on the filing of a federal notice.

A. BASIC IDENTIFICATION DATA	
2. Enter the information requested for the following:	
 Each promoter of the issuer, if the issuer has been organized within the past five years; 	
• Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more	of a class of equity securities of the issuer.
• Each executive officer and director of corporate issuers and of corporate general and managing partners of	of partnership issuers; and
 Each general and managing partner of partnership issuers. 	
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director	General and/or Managing Partner
Full Name (Last name first, if individual) Daubenspeck, Keith	
Business or Residence Address (Number and Street, City, State, Zip Code) 311 South Wacker Drive Suite 1650 Chicago IL 60606	
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director	✓ General and/or Managing Partner
Full Name (Last name first, if individual) Badger, Dwight	
Business or Residence Address (Number and Street, City, State, Zip Code) 311 South Wacker Drive, Suite 1650 Chicago IL 60606	
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director	General and/or Managing Partner
Full Name (Last name first, if individual)	
Business or Residence Address (Number and Street, City, State, Zip Code)	
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director	General and/or Managing Partner
Full Name (Last name first, if individual)	
Business or Residence Address (Number and Street, City, State, Zip Code)	
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director	General and/or Managing Partner
Full Name (Last name first, if individual)	
Business or Residence Address (Number and Street, City, State, Zip Code)	
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director	General and/or Managing Partner
Full Name (Last name first, if individual)	
Business or Residence Address (Number and Street, City, State, Zip Code)	
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director	General and/or Managing Partner
Full Name (Last name first, if individual)	
Business or Residence Address (Number and Street, City, State, Zip Code)	

Answer also in Appendix, Column 2, if filing under ULOE. 2. What is the minimum investment that will be accepted from any individual?							
Answer also in Appendix, Column 2, if filing under ULOE. 2. What is the minimum investment that will be accepted from any individual?							
2. What is the minimum investment that will be accepted from any individual? \$ 10,000.00 where a member is investing pursuant to a capital call there is no minimum. Yes No 3. Does the offering permit joint ownership of a single unit? 4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only. Full Name (Last name first, if individual) Kozak, James-NJ, McAusland, Cal- WA, Capra, Chris-OH, Grimes, Bob- OH, Noyce, Kenneth- lowa. Business or Residence Address (Number and Street, City, State, Zip Code) 311 South Wacker Drive Suite 1650 Chicago IL 60606 Name of Associated Broker or Dealer Advanced Equities, Inc. States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)							
where a member is investing pursuant to a capital call there is no minimum. Yes No Does the offering permit joint ownership of a single unit? 4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only. Full Name (Last name first, if individual) Kozak, James- NJ, McAusland, Cal- WA, Capra, Chris-OH, Grimes, Bob- OH, Noyce, Kenneth- lowa. Business or Residence Address (Number and Street, City, State, Zip Code) 311 South Wacker Drive Suite 1650 Chicago IL 60606 Name of Associated Broker or Dealer Advanced Equities, Inc. States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)							
4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only. Full Name (Last name first, if individual) Kozak, James- NJ, McAusland, Cal- WA, Capra, Chris-OH, Grimes, Bob- OH, Noyce, Kenneth- lowa. Business or Residence Address (Number and Street, City, State, Zip Code) 311 South Wacker Drive Suite 1650 Chicago IL 60606 Name of Associated Broker or Dealer Advanced Equities, Inc. States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)							
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Kozak, James- NJ, McAusland, Cal- WA, Capra, Chris-OH, Grimes, Bob- OH, Noyce, Kenneth- Iowa. Business or Residence Address (Number and Street, City, State, Zip Code) 311 South Wacker Drive Suite 1650 Chicago IL 60606 Name of Associated Broker or Dealer Advanced Equities, Inc. States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)							
311 South Wacker Drive Suite 1650 Chicago IL 60606 Name of Associated Broker or Dealer Advanced Equities, Inc. States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States) AL AK AZ AR CA CO CT DE DC FL GA HI ID IL IN A KS KY LA ME MD MA MI MN MS MO MT NE NV NH MY NM NY NC ND OH OK OR PA RI SC SD TN TX UT VT VA WA WV WI WY PR Full Name (Last name first, if individual)							
Name of Associated Broker or Dealer Advanced Equities, Inc. States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States) AL AK AZ AR CA CO CT DE DC FL GA HI ID IL IN MA KS KY LA ME MD MA MI MN MS MO MT NE NV NH M NN NY NC ND OH OK OR PA RI SC SD TN TX UT VT VA WA WV WI WY PR Full Name (Last name first, if individual)							
Advanced Equities, Inc. States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States) ALL AK AZ AR CA CO CT DE DC FL GA HI ID IL IN MA KS KY LA ME MD MA MI MN MS MO MT NE NV NH MI NM NY NC ND OH OK OR PA RI SC SD TN TX UT VT VA WA WV WI WY PR Full Name (Last name first, if individual)							
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States) All States AL AK AZ AR CA CO CT DE DC FL GA HI ID IL IN MA KS KY LA ME MD MA MI MN MS MO MT NE NV NH MI NM NY NC ND OH OK OR PA RI SC SD TN TX UT VT VA WA WV WI WY PR Full Name (Last name first, if individual)							
(Check "All States" or check individual States) AL AK AZ AR CA CO CT DE DC FL GA HI ID IL IN MA KS KY LA ME MD MA MI MN MS MO MT NE NV NH M NM NY NC ND OH OK OR PA RI SC SD TN TX UT VT VA WA WV WI WY PR Full Name (Last name first, if individual)							
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RI SC SD TN TX UT VT VA WA WV WI WY PR Full Name (Last name first, if individual)							
Full Name (Last name first, if individual)							
· · · · · · · · · · · · · · · · · · ·							
Rice, Timothy. Couyoumijan, Cynthia- California							
Business or Residence Address (Number and Street, City, State, Zip Code) 655 W. Braodway 11th Floor San Diego, CA 92101							
Name of Associated Broker or Dealer							
First Allied Securities Inc. States in Which Person Listed Has Solicited or Intends to Solicit Purchasers							
(Check "All States" or check individual States)							
AL AK AZ AR GA CO CT DE DC FL GA HI ID							
AL AK AZ AR GA CO CT DE DC FL GA HI ID IL M IA KS KY LA ME MD MA MI MN MS MO							
MT NE NW NH NJ NM NY NC ND QA OK OR PA							
RI SC SD TN TX UT VT VA WA WV WI WY PR							
Full Name (Last name first, if individual)							
Business or Residence Address (Number and Street, City, State, Zip Code)							
Name of Associated Broker or Dealer							
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers							
(Check "All States" or check individual States)							
AL AK AZ AR CA CO CT DE DC FL GA HI ID							
IL IN IA KS KY LA ME MD MA MI MN MS MO							
MT NE NV NH NI NM NY NC ND OH OK OR PA RI SC SD TN TX UT VT VA WA WV WI WY PR							

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1.	sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, chec this box and indicate in the columns below the amounts of the securities offered for exchange an	k	
	Type of Security	Aggregate Offering Price	Amount Already Sold
	., .	_	
	Debt	. \$	\$
	Equity	. \$	\$
	☐ Common ☐ Preferred		
	Convertible Securities (including warrants)	. \$	\$
	Partnership Interests		
	Other (Specify)	. <u>\$_416,110.33</u>	\$ 78,646.62
	Total	. \$ <u>416,110.33</u>	\$ 78,646.62
	Answer also in Appendix, Column 3, if filing under ULOE.		
2.	Enter the number of accredited and non-accredited investors who have purchased securities in the offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of the purchases on the total lines. Enter "0" if answer is "none" or "zero."	e	Aggregate Dollar Amount of Purchases
	Accredited Investors	. 19	\$ 78,646.62
	Non-accredited Investors	. 0	\$ 0.00
	Total (for filings under Rule 504 only)		
	Answer also in Appendix, Column 4, if filing under ULOE.	-	
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C — Question 1.	ie	
	Turn of Offician	Type of	Dollar Amount
	Type of Offering	Security n/a	Sold \$ 0.00
	Rule 505	• —	_ \$ <u>0.00</u> \$ 0.00
	Regulation A	•	\$\frac{\$0.00}{\$0.00}
	Rule 504		-
	Total		\$ 0.00
4	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insure. The information may be given as subject to future contingencies. If the amount of an expenditure not known, furnish an estimate and check the box to the left of the estimate.	r.	
	Transfer Agent's Fees		
	Printing and Engraving Costs		\$ 15,000.00
	Legal Fees		10,000.00
	Accounting Fees		 \$
	Engineering Fees	************	 \$
	Sales Commissions (specify finders' fees separately)	******************	\$ 0.00
	Other Expenses (identify)		 □ \$
	Total		\$ 25,000.00

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	C. OFFERING PRICE, NUMB	BER OF INVESTORS, EXPENSES AND USE OF PR	OCEEDS	
	b. Enter the difference between the aggregate offeri and total expenses furnished in response to Part C — of proceeds to the issuer."	Question 4.a. This difference is the "adjusted gross		\$
5.	Indicate below the amount of the adjusted gross pro each of the purposes shown. If the amount for any check the box to the left of the estimate. The total of proceeds to the issuer set forth in response to Part	y purpose is not known, furnish an estimate and the payments listed must equal the adjusted gross		,
			Payments to Officers, Directors, & Affiliates	Payments to Others
	Salaries and fees] \$	\$
	Purchase of real estate] \$. 🗆 \$
	Purchase, rental or leasing and installation of machand equipment] \$	s
	Construction or leasing of plant buildings and faci	ilities] \$	\$
	Acquisition of other businesses (including the value offering that may be used in exchange for the asset issuer pursuant to a merger)	ts or securities of another	1\$	□s
	Repayment of indebtedness	_		
	Working capital	_	•	_
	Other (specify): Purchase of Investment Securit	-	•	
] \$	\$
	Column Totals		s_0.00	78,646.62
	Total Payments Listed (column totals added)		⊘ \$ <u>7</u> 3	8,646.62
	* * * * * * * * * * * * * * * * * * * *	D. FEDERAL SIGNATURE		
sig	e issuer has duly caused this notice to be signed by the nature constitutes an undertaking by the issuer to fur information furnished by the issuer to any non-acci	nish to the U.S. Securities and Exchange Commiss	ion, upon writte	
Iss	uer (Print or Type)	Signature / D	ate	
	El Trilogy Fund I, LLC	1 (40) (5) (4)	0/10/2008	
Na	me of Signer (Print or Type)	Title of Signer (Print or Type)	<u></u>	
bs	anderson	assistant secretary of the managing member		

E. STATE SIGNATURE			
ony party described in 17 CFR 230.262 presently subject to any of the disqualification visions of such rule?	Yes	No X	

See Appendix, Column 5, for state response.

- 2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed a notice on Form D (17 CFR 239.500) at such times as required by state law.
- 3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
- 4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Issuer (Print or Type)	Signature 1	Date		
AEI Trilogy Fund I, LLC	Hut al	10/10/2008		
Name (Print or Type)	Title (Print or Type)			
ed anderson	assistant secretary of the managing member			

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

APPENDIX								•	
1	Intend to non-a investor	to sell ccredited s in State	Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State (Part C-Item 2)			5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)		
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
AL									a report of a confidence
AK									
AZ									
AR									
CA			416110.33	10	\$39,414.03	0	\$0.00		
СО									
CT									
DE									
DC									
FL						<u> </u>			
GA									
ні									
ID									
IL									
IN			416110.33	1	\$3,798.08	0	\$0.00		
IA			416110.33	2	\$11,394.23	0	\$0.00		
KS									
KY									
LA									
ME									
MD									
MA									
MI									
MN									
MS									

APPENDIX 2 3 4 1 Disqualification Type of security under State ULOE Intend to sell and aggregate (if yes, attach to non-accredited offering price Type of investor and explanation of investors in State offered in state amount purchased in State waiver granted) (Part C-Item 2) (Part E-Item 1) (Part B-Item 1) (Part C-Item 1) Number of Number of Accredited Non-Accredited State Yes No Investors Investors Yes No Amount Amount MO MT NE NV 416110.33 1 \$0.00 \$3,798.08 0 NH NJ 1 416110.33 0 \$0.00 \$3,798.08 NM NY NC ND 416110.33 1 \$2,011.42 0 \$0.00 OΗ OK OR PA RISC SD TN TXUT VT VA416110.33 \$14,432.70 WA 3 \$0.00 WV WI

APPENDIX													
. 1	:	2	3		4					4 5 Disqualification			
	to non-a investor	to sell ccredited s in State -Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and explar amount purchased in State waives		amount purchased in State			ate ULOE , attach ation of granted) -Item 1)				
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No				
WY													
PR													